

EXHIBIT D

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

IN RE)

AIR CARGO SHIPPING SERVICES)
ANTITRUST LITIGATION)

MDL No. 1775)
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Master File 06-MD-1775 (CBA) (VVP)

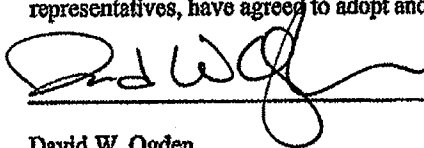
**AMENDMENT OF APRIL 27, 2007, TO SETTLEMENT AGREEMENT BETWEEN AIR
CARGO PLAINTIFFS AND DEFENDANTS DEUTSCHE LUFTHANSA AG, LUFTHANSA
CARGO AG, AND SWISS INTERNATIONAL AIR LINES LTD.**

This agreement further amends the Settlement Agreement that was reached between Deutsche Lufthansa AG, Lufthansa Cargo AG, and Swiss International Air Lines Ltd. (collectively "Lufthansa") and Plaintiffs represented by Co-Lead Counsel and Indirect Purchaser Counsel on September 11, 2006 (as amended on October 6, 2006; January 4, 2007; and February 22, 2007) ("Settlement Agreement"). Lufthansa and Plaintiffs hereby ratify the Settlement Agreement as amended herein, through undersigned counsel.

Paragraph 54(g) of the Settlement Agreement is hereby amended by adding the following provision:

Nothing in the Settlement Agreement shall be construed to require Lufthansa to produce any Documents received by Lufthansa from the files of the U.S. Department of Justice, the European Commission, and/or any other competition authority or its agents concerning or relating to the authority's investigation of the air cargo industry.

IN WITNESS WHEREOF, the parties hereto, through their fully authorized representatives, have agreed to adopt and amend the Settlement Agreement as described above.

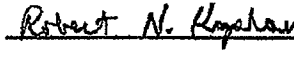


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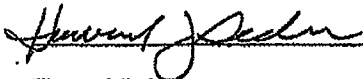


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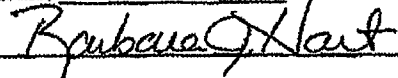
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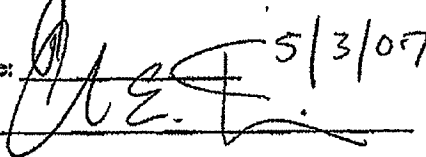
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